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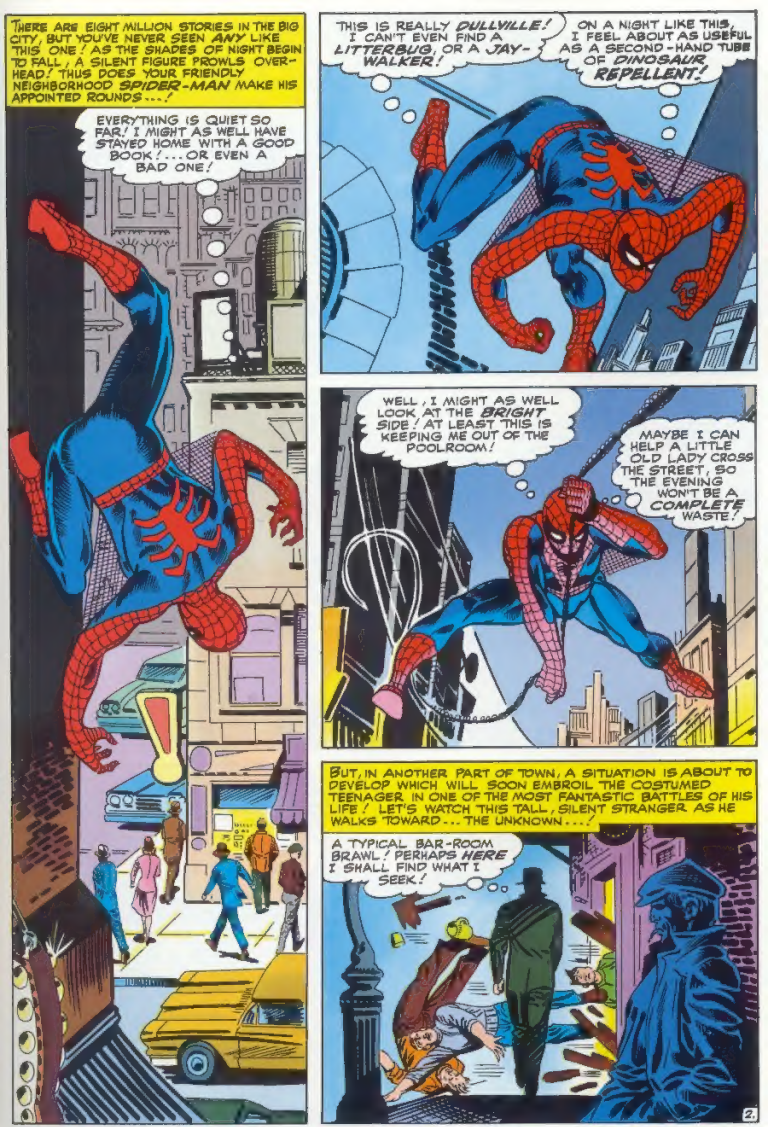
SPIDER-MAN
"THE WONDROUS WORLD OF Dr. STRANGE!"
WRITTEN and EDITED BY THE TOAST of MARVEL: STAN LEE
PLOTTED and DRAWN BY THE BOAST of MARVEL: STEVE DITKO
LETTERED and BORDERED BY THE GHOST of MARVEL: SAM ROSEN
THIS COULD BE CALLED OUR "BE NICE TO STEVEY DITKO" ISSUE / WE WANTED TO FEATURE A REALLY OFF-BEAT YARN FOR SPIDEY'S ANNUAL, AND STEVERINO DREAMED THIS ONE UP! (THE FACT THAT HE ALSO DRAWS DOC STRANGE MAY HAVE HAD SOMETHING TO DO WITH IT!) SO, READY OR NOT, HERE WE GO...!


THERE ARE EIGHT MILLION STORIES IN THE BIG CITY, BUT YOU'VE NEVER SEEN ANY LIKE THIS ONE! AS THE SHADES OF NIGHT BEGIN TO FALL, A SILENT FIGURE PROWLS OVERHEAD! THUS DOES YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN MAKE HIS APPOINTED ROUNDS...!
EVERYTHING IS QUIET SO FAR! I MIGHT AS WELL HAVE STAYED HOME WITH A GOOD BOOK!...OR EVEN A BAD ONE!
THIS IS REALLY DULLVILLE! I CAN'T EVEN FIND A LITTERBUG, OR A JAY-WALKER!
ON A NIGHT LIKE THIS, I FEEL ABOUT AS USEFUL AS A SECOND-HAND TUBE OF DINOSAUR REPELLENT!
WELL, I MIGHT AS WELL LOOK AT THE BRIGHT SIDE! AT LEAST THIS IS KEEPING ME OUT OF THE POOLROOM!
MAYBE I CAN HELP A LITTLE OLD LADY CROSS THE STREET, SO THE EVENING WON'T BE A COMPLETE WASTE!
BUT, IN ANOTHER PART OF TOWN, A SITUATION IS ABOUT TO DEVELOP WHICH WILL SOON EMBROIL THE COSTUMED TEENAGER IN ONE OF THE MOST FANTASTIC BATTLES OF HIS LIFE! LET'S WATCH THIS TALL, SILENT STRANGER AS HE WALKS TOWARD... THE UNKNOWN...!
A TYPICAL BAR-ROOM BRAWL! PERHAPS HERE I SHALL FIND WHAT I SEEK!
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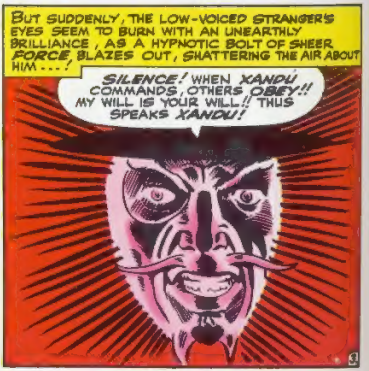
TWO SAVAGE BULLIES! POWERFUL...ROUGH... PROUD OF THEIR STRENGTH... AND SORELY LACKING IN INTELLIGENCE! THEY WILL DO JUST FINE!
WE SAID WE COULD LICK ANY MAN IN THE PLACE... AND WE MEANT IT!
WHEW!... IT WOULD TAKE A REGIMENT TO STOP THOSE TWO! THEY'RE LIKE A COUPLE OF TIGERS!

SECONDS LATER, AFTER THE FESTIVITIES HAVE ENDED...
YOU TWO! COME HERE! I HAVE AN OFFER TO MAKE YOU!
GIT LOST, CREEP! CRAWL BACK INTO THE WOODWORK!
THAT WUZ TOO EASY! WE SHOULDA HAD ANOTHER DOZEN GUYS TO TOSS AROUND!

HEY! ARE YOU STILL AROUND? WE TOLD YA TO GIT LOST, DIDN'T WE?
YOU FOOLS! IT IS I WHO GIVE THE ORDERS! IT IS YOU WHO SHALL OBEY THEM!
I HAVE DECIDED THAT YOU SHALL BOTH WORK FOR ME!

WORK?? HEY, DIDJA HEAR THAT AWFUL WORD HE USED?? I WONDER WHAT IT MEANS?!!
HE'S ASKIN' FOR A FAT LIP... AND HE'LL GET IT... SOON AS I STOP LAUGHIN'!

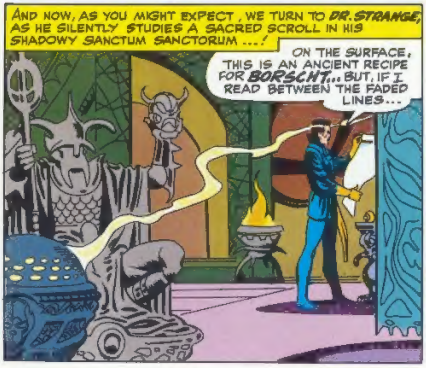

BUT SUDDENLY, THE LOW-VOICED STRANGER'S EYES SEEM TO BURN WITH AN UNEARTHLY BRILLIANCE, AS A HYPNOTIC BOLT OF SHEER FORCE, BLAZES OUT, SHATTERING THE AIR ABOUT HIM...!
SILENCE! WHEN XANDU COMMANDS, OTHERS OBEY!! MY WILL IS YOUR WILL!! THUS SPEAKS XANDU!

YOUR-WILL-IS-OUR-WILL!
XANDU-MUST-BE-OBEYED!
I SHALL GIVE YOU POWER, GREATER THAN YOU HAVE EVER DREAMED OF! AND, IN RETURN, YOU SHALL SERVE ONLY ME!
UNDER MY HYPNOTIC SPELL, YOU WILL FEEL NO PAIN... YOU WILL FEAR NO FOE!! AND NOW, TO TEST MY CONTROL OVER YOU...!
STRIKE... WITH ALL YOUR MIGHT! GOOD! GOOD!
YOU OBEYED INSTANTLY! AND UNDER MY SPELL, HE FELT NOTHING! THE BLOW DID NOT AFFECT HIM!
NOW, YOU! YOUR HAND IS A BAR OF STEEL! STRIKE THE HEAVY OAK COUNTER TOP... SHATTER IT WITH ONE BLOW OF YOUR STEEL FIST! THUS SPEAKS XANDU!
THUS-SPEAKS-XANDU!
THEN, SATISFIED WITH THE RESULT OF HIS HYPNOTIC HANDIWORK, THE MAN CALLED XANDU WALKS BACK FROM WHENCE HE CAME... FOLLOWED BY TWO POWERFUL, HULKING BEINGS WHOSE ONLY WILL IS XANDU'S WILL...!
MOMENTS LATER, IN A STRANGE, CANDLE-LIT CHAMBER, XANDU HOLDS ALOFT A SHIMMERING, GLEAMING OBJECT..!
AT LAST!! I HAVE TWO SERVANTS WHO WILL OBTAIN THE OTHER HALF OF THIS WAND FOR ME!
FOR, HE WHO POSSESSES BOTH HALVES OF THE WAND OF WATOOMB, POSSESSES THE GREATEST POWER OF ALL!

THE MISSING HALF OF THIS ENCHANTED WAND WAS TAKEN FROM ANOTHER DIMENSION... BY THE MASTER OF THE MYSTIC ARTS... DOCTOR STRANGE!!

BUT, ONCE I WREST IT FROM HIM, IT IS I, XANDU, WHO WILL BE MASTER OF THE MYSTIC ARTS!! INDEED, I SHALL BE MASTER OF ALL!

NOW, GO, MY UNWITTING SLAVES! IT IS YOU WHO SHALL DEFEAT DR. STRANGE FOR ME!
WHILE I GUIDE YOU ON YOUR QUEST... THROUGH THE POWER OF MY HYPNOTIC EYES!


AND NOW, AS YOU MIGHT EXPECT, WE TURN TO DR. STRANGE, AS HE SILENTLY STUDIES A SACRED SCROLL IN HIS SHADOWY SANCTUM SANCTORUM ...!
ON THE SURFACE, THIS IS AN ANCIENT RECIPE FOR BORSCHT... BUT, IF I READ BETWEEN THE FADED LINES...

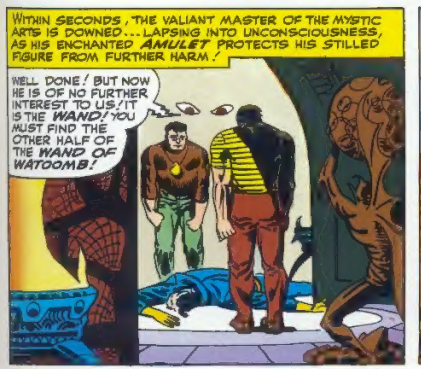
SUDDENLY, HIS KEEN EARS DETECT THE SOUND OF DOUBLE DOORS SLAMMING OPEN, AND THEN...
INTRUDERS! INVADING MY PRIVACY! THEY SHALL PAY DEARLY FOR THIS AFFRONT!

ONE SIMPLE SPELL WILL SERVE TO... NO!
MY SPELL IS USELESS! THEIR MINDS ARE BLANK.. EMPTY! THEY ARE UNDER THE CONTROL OF ANOTHER!! BUT... WHO??

I MUST GAIN TIME... TIME TO PONDER THIS PUZZLE!
I'LL CREATE A MULTI-FIGURED ILLUSION... TO DISTRACT THEM... TO KEEP THEM FROM GETTING WITHIN STRIKING DISTANCE OF ME!

BUT XANDU, WHO IS PRESENT THROUGH THE POWER OF HIS HYPNOTIC EYES, CAN DETECT THE TRUE DOCTOR STRANGE... AS HE GUIDES HIS TWO HUMAN CATS-PAWS...!
MY ILLUSION DOES NOT FOOL THEM!

THERE IS NO TIME FOR FURTHER EVASIVE ACTION! I MUST DO BATTLE! BUT..THEIR STRENGTH IS INCONCEIVABLE!! ...UHHHH!


WITHIN SECONDS, THE VALIANT MASTER OF THE MYSTIC ARTS IS DOWNED... LAPSING INTO UNCONSCIOUSNESS, AS HIS ENCHANTED AMULET PROTECTS HIS STILLED FIGURE FROM FURTHER HARM!
WELL DONE! BUT NOW HE IS OF NO FURTHER INTEREST TO US! IT IS THE WAND! YOU MUST FIND THE OTHER HALF OF THE WAND OF WATOOMB!

IT MUST BE LOCKED SOMEWHERE! SMASH OPEN EVERY CABINET UNTIL IT IS FOUND! THUS SPEAKS XANDU!
WHUMP!

WAIT! SEARCH NO LONGER! THE FATES HAVE SMILED UPON ME! THERE IT IS! WE'VE FOUND IT!

AND NOW, FOR THOSE WHO MAY THINK WE'VE FORGOTTEN WHAT MAGAZINE THIS IS SUPPOSED TO BE, WE OFFER PROOF THAT WE DO REMEMBER... BECAUSE HERE COMES SPIDEY NOW!
THOSE TWO FIGURES, STEALING OUT OF A SKYLIGHT... OBVIOUSLY BURGLARS! AND YET, THEY SOMEHOW SEEM LIKE... SLEEP WALKERS!!

I KNEW IF I SWUNG AROUND LONG ENOUGH I'D FIND SOMETHING TO BREAK THE MONOTONY!
STAY WHERE YOU ARE, BOYS! I'M IN THE MOOD FOR A SUMMIT CONFERENCE!

IT'S SPIDER-MAN!! BUT WE'VE COME TOO FAR TO BE STOPPED NOW! HE CANNOT HURT YOU! SMASH HIM!

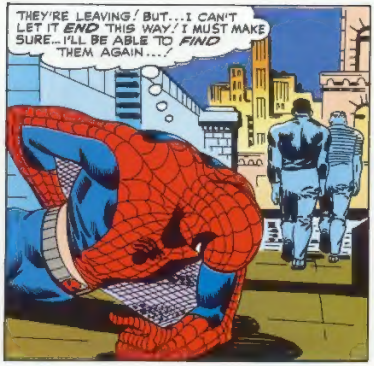
HEY! ARE YOU GUYS KIDDING?!! TAKING A POKE AT ME IS LIKE INSTANT ANNIHILATION!

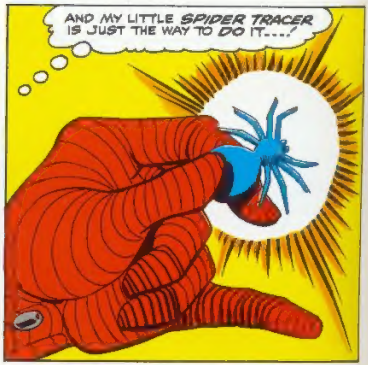
BUT I GUESS YOU WANNA BE ABLE TO BRAG TO YOUR GRANDCHILDREN THAT YOU WERE ONCE KNOCKED OUT BY SPIDEY... SO HERE'S YOUR CHANCE!

SAY! WHAT GIVES? IT'S LIKE HITTING A STONE WALL! THEY DON'T EVEN FEEL IT, I MUST BE SLIPPING!

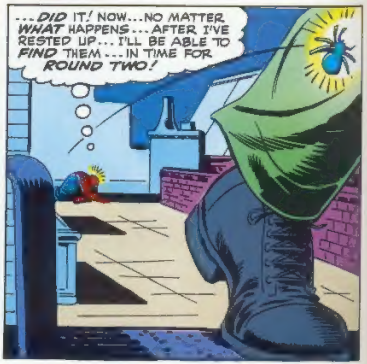
BUT I KNOW MY PUNCHES HAVE THE SAME OL' WHAMEROO IN 'EM! SO IT ISN'T ME! IT'S ... THEM!
I'M FIGHTIN' A COUPLE OF WALKING POWER-HOUSES!

THAT'S IT! KEEP SWINGING! HE CAN'T KEEP DODGING FOUR TIRELESS, THRASHING, POUNDING FISTS!
THEY CAUGHT ME FLAT-FOOTED! I'M OFF-BALANCE ...CAN'T GET AWAY!
WHOOFF!
I'LL NEVER COMPLAIN ABOUT CATCHING JAY-WALKERS AGAIN!
I'VE GOT TO GET SOME TIME TO CATCH MY BREATH! A LITTLE DOSE OF QUICK-STICK WEBBING OUGHT TO SLOW HIM DOWN!
THAT WEBBING IS LIKE TISSUE-PAPER! YOUR STRENGTH CAN TEAR IT WITH EASE! RIP IT APART... NOW!
THAT SINKS IT! I'M NOT FIGHTING ANY ORDINARY HOODS!
THESE TWO LOVEBIRDS HAVE SUPER-STRENGTH... AND ARE IMMUNE TO PAIN! ...UGH!...I WISH I WERE!!
EVEN MY OWN SPIDER-STRENGTH CAN'T TAKE A BEATING LIKE THIS FOREVER! I..I'M STARTING TO BLACK OUT... EVERYTHING'S SPINNING AROUND..!
THUS, A FEW SECONDS LATER...
HE IS OF NO FURTHER CONCERN TO ME!
RETURN AT ONCE WITH THE OTHER HALF OF THE WAND! THUS SPEAKS XANDU!


THEY'RE LEAVING! BUT... I CAN'T LET IT END THIS WAY! I MUST MAKE SURE... I'LL BE ABLE TO FIND THEM AGAIN...!


AND MY LITTLE SPIDER TRACER IS JUST THE WAY TO DO IT...!

I'VE GOT TO BE ABLE TO REACH THEM... I'VE JUST GOT TO...!


...DID IT! NOW... NO MATTER WHAT HAPPENS... AFTER I'VE RESTED UP... I'LL BE ABLE TO FIND THEM... IN TIME FOR ROUND TWO!

AND, MOMENTS LATER...
THE OTHER HALF OF THE WAND OF WATOOMB!! AT LAST!

JOINING THE TWO GLOWING HALVES WITH TREMBLING FINGERS, THE EVIL XANDU FINALLY HOLDS THE COMPLETE OBJECT IN ONE HAND--- FEELING A NEW SURGE OF SHEER POWER PULSATING THROUGH THE VERY FIBERS OF HIS BEING!!
IT'S THE GREATEST SOURCE OF MYSTIC POWER EVER POSSESSED BY ONE MAN... AND IT'S MINE... MINE!!

WITH THIS WAND, I CAN OPEN THE SEALED DOORWAYS BETWEEN DIMENSIONS... I CAN CREATE PASSAGES TO OTHER WORLDS... OTHER TIMES!!
I CAN SEE ANY PLACE... ANY OBJECT... ANY PERSON I THINK OF!!
THERE IS DR. STRANGE, STILL UNCONSCIOUS!! EVEN HE CAN NO LONGER THREATEN ME... NOW THAT THE WAND OF WATOOMB IS MINE!
WITH ONE SINGLE THOUGHT I CAN DESTROY THAT STATUE BEHIND HIM!
NOTHING IS SAFE FROM ME, SO LONG AS I CAN CONJURE UP ITS VISION WITHIN THE SCENE MY WAND CREATES!
SLOWLY, INEXORABLY, RELENTLESSLY, I SHALL DESTROY MY ENEMIES, ONE BY ONE, UNTIL NONE REMAIN TO DEFY ME!
AND DR. STRANGE SHALL BE THE FIRST TO BECOME MY VICTIM!
BUT, SO ENGROSSED IS XANDU IN HIS OWN SINISTER PLANS, THAT HE FAILS TO NOTICE THE DRAMATIC FIGURE WHO SILENTLY SLITHERS ALONG THE WALL OUTSIDE...
A DABBLER IN BLACK MAGIC, I SHOULD HAVE GUESSED THAT SOME SUCH POWER WAS BEHIND THE TWO WHO FOUGHT ME!
THEN, AS THE AMAZING WEB-SPINNER DRAWS NEARER...
WHA...? SPIDER-MAN!!
CONGRATULATIONS! YOU JUST SAID THE MAGIC WORD!
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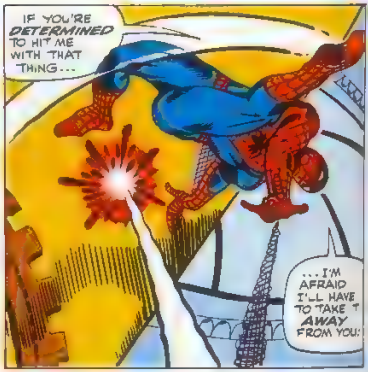
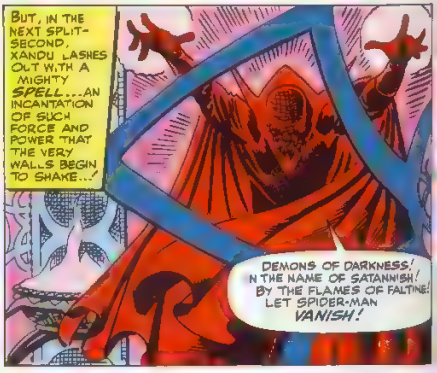
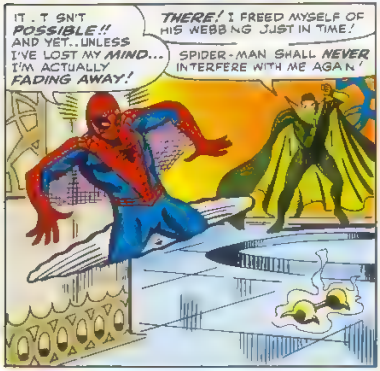
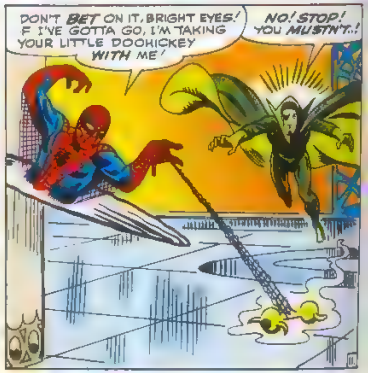
FOOL! YOU DIDN'T KNOW WHEN YOU WERE WELL-OFF!
THAT'S A FAILING WE SPIDER-MEN HAVE!


IF YOU'RE DETERMINED TO HIT ME WITH THAT THING...
...I'M AFRAID I'LL HAVE TO TAKE IT AWAY FROM YOU!

CAUGHT BY SURPRISE BY SPIDEY'S SUDDEN MANEUVER, XANDU DROPS THE ENCHANTED WAND AS THE QUICK-STICK WEBBING COVERS HIS EYES, OBSCURING HIS VISION...!
MY EYES! I...I CAN'T SEE!

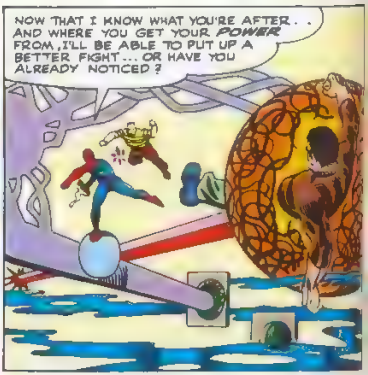

BUT, IN THE NEXT SPLIT-SECOND, XANDU LASHES OUT WITH A MIGHTY SPELL...AN INCANTATION OF SUCH FORCE AND POWER THAT THE VERY WALLS BEGIN TO SHAKE...!
DEMONS OF DARKNESS! IN THE NAME OF SATANNISH! BY THE FLAMES OF FALTINE! LET SPIDER-MAN VANISH!

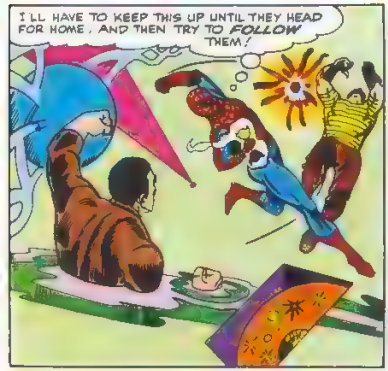

IT...IT ISN'T POSSIBLE!! AND YET...UNLESS I'VE LOST MY MIND... I'M ACTUALLY FADING AWAY!
THERE! I FREED MYSELF OF HIS WEBBING JUST IN TIME!
SPIDER-MAN SHALL NEVER INTERFERE WITH ME AGAIN!

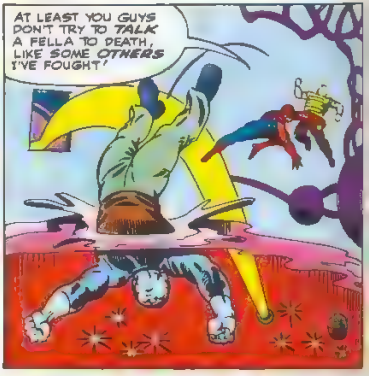

DON'T BET ON IT, BRIGHT EYES! IF I'VE GOTTA GO, I'M TAKING YOUR LITTLE DOOHICKEY WITH ME!
NO! STOP! YOU MUSTN'T...!

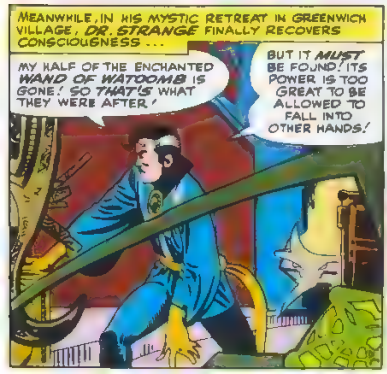
I'M TOO LATE! HE TOOK IT WITH HIM, INTO THE UNKNOWN DIMENSION TO WHICH I BANISHED HIM!
BUT, I'LL GET IT BACK! I MUST GET IT BACK! AND YOU TWO SHALL BE THE ONES TO DO IT!
MEANWHILE, A STARTLED SPIDER-MAN FINDS HIMSELF IN A PLACE WHICH COULD SERVE AS A STAGE SETTING FOR ALICE IN WONDERLAND...!
..IT'S GONNA TAKE MORE THAN A 15¢ BUS RIDE TO GET ME BACK TO FOREST HILLS IN NEW YORK!
I..I DON'T HAVE AN IDEA WHERE I AM! BUT ONE THING IS FOR SURE...
ANYWAY, I'M GLAD I GRABBED THIS CRAZY WAND! IF THERE'S ANY CHANCE OF FINDING ME, XANDU IS SURE TO COME AFTER ME NOW!

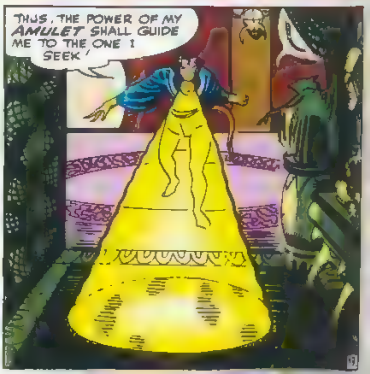
WELL, WELL! HERE COME THE TWO HAPPINESS BOYS! XANDU CERTAINLY DIDN'T WASTE ANY TIME!


NOW THAT I KNOW WHAT YOU'RE AFTER.. AND WHERE YOU GET YOUR POWER FROM, I'LL BE ABLE TO PUT UP A BETTER FIGHT... OR HAVE YOU ALREADY NOTICED?

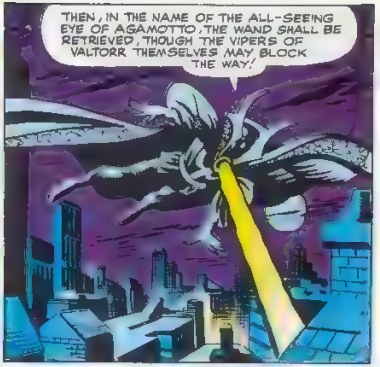

I'LL HAVE TO KEEP THIS UP UNTIL THEY HEAD FOR HOME, AND THEN TRY TO FOLLOW THEM!

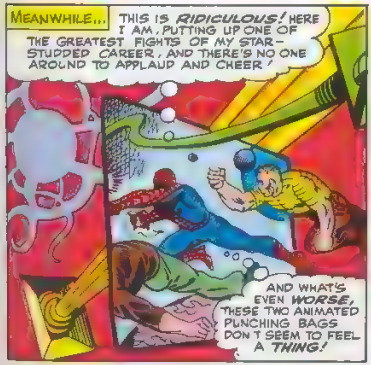

AT LEAST YOU GUYS DON'T TRY TO TALK A FELLA TO DEATH, LIKE SOME OTHERS I'VE FOUGHT!


MEANWHILE, IN HIS MYSTIC RETREAT IN GREENWICH VILLAGE, DR. STRANGE FINALLY RECOVERS CONSCIOUSNESS...
MY HALF OF THE ENCHANTED WAND OF WATOOMB IS GONE! SO THAT'S WHAT THEY WERE AFTER!
BUT IT MUST BE FOUND! ITS POWER IS TOO GREAT TO BE ALLOWED TO FALL INTO OTHER HANDS!


THUS, THE POWER OF MY AMULET SHALL GUIDE ME TO THE ONE I SEEK!

I SHALL TAKE MY MAGIC CLOAK OF LEVITATION AND FOLLOW, NO MATTER WHERE THE TRAIL MAY LEAD!

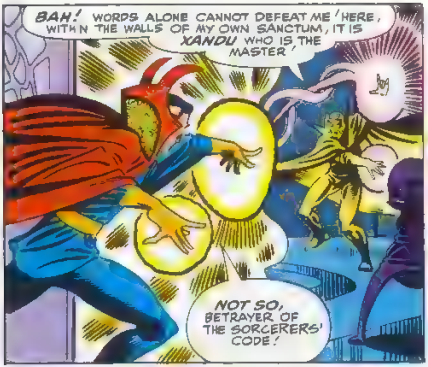

THEN, IN THE NAME OF THE ALL-SEEING EYE OF AGAMOTTO, THE WAND SHALL BE RETRIEVED, THOUGH THE VIPERS OF VALTORR THEMSELVES MAY BLOCK THE WAY!


MEANWHILE...
THIS IS RIDICULOUS! HERE I AM, PUTTING UP ONE OF THE GREATEST FIGHTS OF MY STAR-STUDDED CAREER, AND THERE'S NO ONE AROUND TO APPLAUD AND CHEER!
AND WHAT'S EVEN WORSE, THESE TWO ANIMATED PUNCHING BAGS DON'T SEEM TO FEEL A THING!

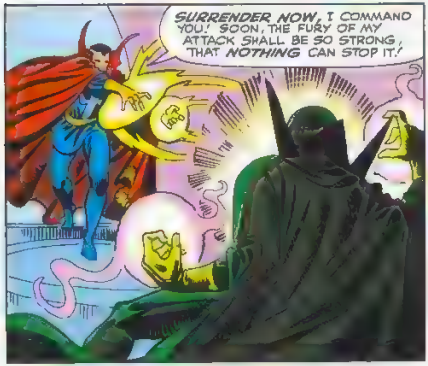
KEEP FIGHTING!! HE HAS TO WEAKEN SOON! GOOD! GOOD! YOU ALMOST SEIZED IT THEN!

ONCE THEY RETRIEVE IT AGAIN, I SHALL BRING IT BACK FROM THE BEYOND, AND SUPREME POWER SHALL BE MINE ONCE MORE!

NEVER, MAN OF EVIL! NOT WHILE DR. STRANGE LIVES!
YOU! YOU FOUND ME! BUT... HOW??
MANY ARE THE POWERS OF THE MASTER OF THE MYSTIC ARTS!

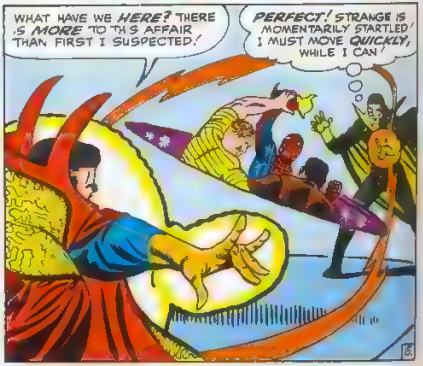

BAH! WORDS ALONE CANNOT DEFEAT ME HERE, WITHIN THE WALLS OF MY OWN SANCTUM, IT IS XANDU WHO IS THE MASTER!
NOT SO, BETRAYER OF THE SORCERERS' CODE!

WITHOUT THE ELEMENT OF SURPRISE IN YOUR FAVOR, SEE HOW EASILY I SHATTER YOUR CRUDE, DEFENSIVE SPELLS!
IT IS TRUE! ALONE AND UNAIDED, MY POWER IS NO MATCH FOR HIS!


SURRENDER NOW, I COMMAND YOU! SOON, THE FURY OF MY ATTACK SHALL BE SO STRONG, THAT NOTHING CAN STOP IT!

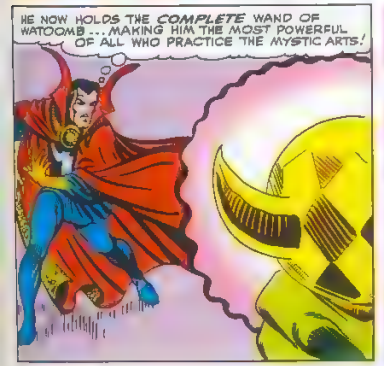
I MUST DO AS HE ORDERS, OR... NO!
THEY ARE HERE! I AM SAVED! NOW I AM THE MASTER AGAIN!

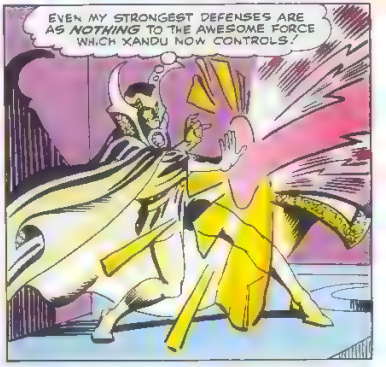
I HAD TO LET THEM GET ME, IN ORDER FOR THEM TO BRING ME BACK! BUT NOW.. I'VE GOT TO FIND A WAY TO ESCAPE ANEW!

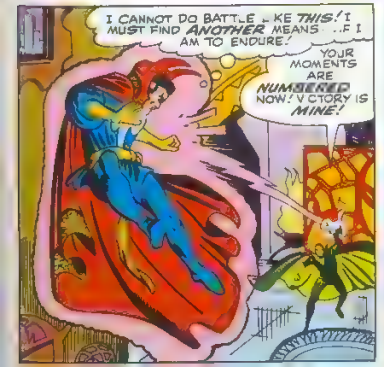

WHAT HAVE WE HERE? THERE IS MORE TO THIS AFFAIR THAN FIRST I SUSPECTED!
PERFECT! STRANGE IS MOMENTARILY STARTLED! I MUST MOVE QUICKLY, WHILE I CAN!

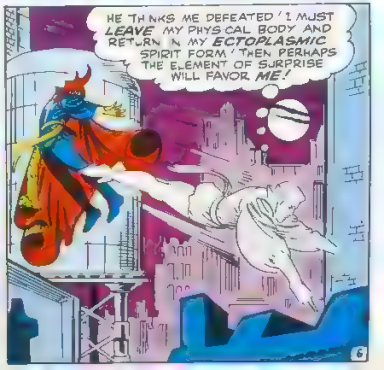
AND NOW, I SHALL RELIEVE YOU OF THAT WAND ... FOR THE LAST TIME!
DISPOSE OF HIM NOW, MY WITLESS ONES! HE HAS SERVED HIS PURPOSE!

OH, WELL ... HERE WE GO AGAIN!
AS FOR ME, WITH THE AID OF MY ENCHANTED PRIZE, I SHALL DESTROY DR STRANGE .. FOREVER!

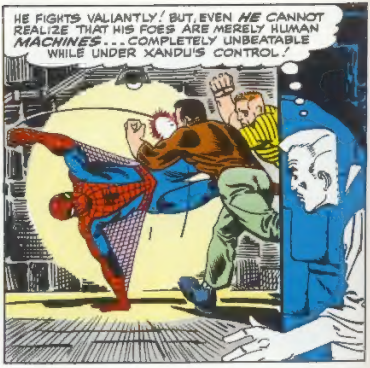

HE NOW HOLDS THE COMPLETE WAND OF WATOOMB ... MAKING HIM THE MOST POWERFUL OF ALL WHO PRACTICE THE MYSTIC ARTS!


EVEN MY STRONGEST DEFENSES ARE AS NOTHING TO THE AWESOME FORCE WHICH XANDU NOW CONTROLS!


I CANNOT DO BATTLE LIKE THIS! I MUST FIND ANOTHER MEANS ... IF I AM TO ENDURE!
YOUR MOMENTS ARE NUMBERED NOW! VICTORY IS MINE!


HE THINKS ME DEFEATED! I MUST LEAVE MY PHYSICAL BODY AND RETURN IN MY ECTOPLASMIC SPIRIT FORM! THEN PERHAPS THE ELEMENT OF SURPRISE WILL FAVOR ME!

HE USES HIS NEW POWER TO SEARCH FOR ME! I MUST ACT BEFORE HE FINDS MY BODY!
I MUST FIND THE ONE CALLED SPIDER-MAN! PERHAPS, WITH HIS AID, WE MAY STILL PREVAIL!

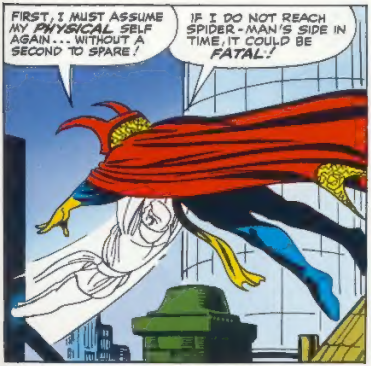

HE FIGHTS VALIANTLY! BUT, EVEN HE CANNOT REALIZE THAT HIS FOES ARE MERELY HUMAN MACHINES... COMPLETELY UNBEATABLE WHILE UNDER XANDU'S CONTROL!

I MUST PLANT A THOUGHT IN HIS MIND... A THOUGHT WHICH CAN SAVE HIM!
THE WIRES BEHIND YOU... GRAB THEM! LET THEM TOUCH AT THE PROPER SECOND...!

AT THE URGING OF DR. STRANGE, THE LIGHTNING-FAST REFLEXES OF SPIDER-MAN... THE BRILLIANT BRAIN OF PETER PARKER... GRASP THE THOUGHT IN A SPLIT-SECOND, AND THEN...!
HE DID IT! HE GAVE THEM A POWERFUL ELECTRIC SHOCK JUST AS THEY CLOSED IN FOR THE FINAL ASSAULT!

HEY, WHAT GIVES? WHAT'S GOIN ON HERE?
SEARCH ME!? HOW'D WE GET HERE? AND... WHY AM I SO BLAMED TIRED?
IT WAS THE ONLY WAY TO RELEASE THEM FROM XANDU'S SPELL! THEY WILL NOT TROUBLE YOU AGAIN!

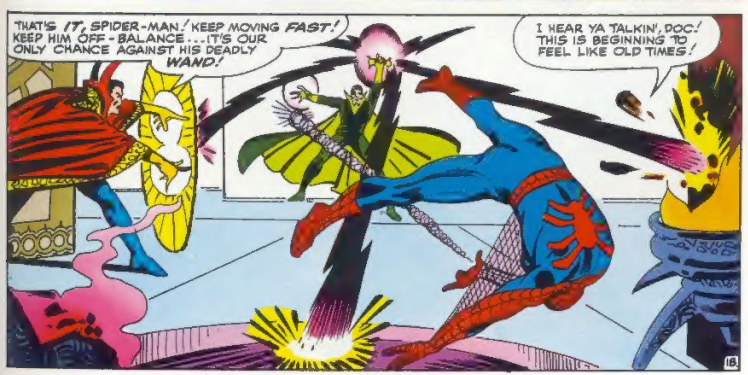
I'M STILL NOT SURE WHAT THIS IS ALL ABOUT, BUT IF THAT CREEP XANDU IS BEHIND IT, THEN HE'S FOR ME!
SPIDER-MAN IS NO MATCH FOR THE MYSTIC POWER OF THE EVIL ONE! I MUST FIND A WAY TO AID HIM FURTHER!


FIRST, I MUST ASSUME MY PHYSICAL SELF AGAIN... WITHOUT A SECOND TO SPARE!
IF I DO NOT REACH SPIDER-MAN'S SIDE IN TIME, IT COULD BE FATAL!

OKAY, XANDU! NOW IT'S JUST YOU AND ME!!
BUT NOT FOR LONG! WHEN I FINISH USING MY MYSTIC WAND, IT SHALL BE ONLY ME!!

BUT AT THAT SPLIT-SECOND, ANOTHER SPELL IS HURLED BETWEEN THE TWO ANTAGONISTS!
THIS CAN ONLY BE THE WORK OF STRANGE! HE STILL LIVES!

MY POWER IS THE GREATEST! AND YET, I AM CONFUSED! BETWEEN SPIDER-MAN'S WEB... AND THE SPELLS OF DR. STRANGE... I DO NOT KNOW WHERE TO TURN FIRST!!


THAT'S IT, SPIDER-MAN! KEEP MOVING FAST! KEEP HIM OFF-BALANCE... IT'S OUR ONLY CHANCE AGAINST HIS DEADLY WAND!
I HEAR YA TALKIN', DOC! THIS IS BEGINNING TO FEEL LIKE OLD TIMES!

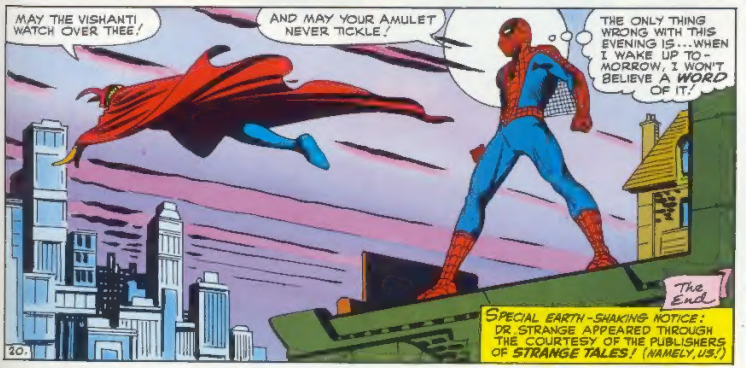
GOOD SHOT! YOU CAUGHT HIS LEGS! HE'S TOTTERING... THIS IS OUR CHANCE!
IT ISN'T FAIR! I-I HAVEN'T TIME TO THINK!
MY HAND! STRANGE CAUGHT IT IN A SPELL! I DROPPED THE WAND! OH NO... NO!
WITHOUT IT, I'LL BE LOST!
I'VE GOT TO GET IT BACK! SO LONG AS I HAVE IT, I... THAT WEBBING?! I CAN'T MOVE MY HANDS!
THWAP!
STAY WHERE YOU ARE, XANDU! THE CHARADE IS ENDED! YOUR POWER HAS VANISHED!
WHA... WHAT WILL BECOME OF ME!?
BEFORE YOU ANSWER HIS QUEASY QUESTION, WHAT DO WE DO ABOUT THIS GADGET?
I REALIZE NOW THAT THE WAND OF WATOOMB IS TOO POTENT, TOO MENACING TO EVER FALL INTO OTHER HANDS!
AND SO, MY MYSTIC AMULET WILL DRAIN EVERY BIT OF POWER OUT OF IT, UNTIL ALL THAT REMAINS IS A HARMLESS, SIMPLE ORNAMENT.!" THE THREAT OF WATOOMB EXISTS NO MORE!

AND NOW, BY THE HOARY HOSTS OF HOGGOTH, I ORDER YOU TO UNLOCK YOUR BRAIN, SO THAT I MAY LEARN ALL THAT EXISTS WITHIN YOUR PAST...!

AHH, IT IS REVEALED TO ME // YOU WERE A STUDENT OF THE MYSTIC ARTS / YOU LEARNED OF WATOOMB'S WAND, AND OF ITS POWER! YOU STOLE YOUR HALF, AND ONCE YOU KNEW THAT I HAD THE OTHER HALF, YOU PLOTTED TO SEIZE IT FROM ME...!

NOW, I GRANT YOU THE GIFT OF TOTAL SLEEP! WHEN YOU AWAKE, YOUR MEMORY SHALL BE CLEANSED OF ALL THAT HAS HAPPENED... YOUR EVIL AMBITION SHALL HAVE FADED FOREVER! IN THE NAME OF THE OMNIPOTENT OSHTUR, I SO DECLARE IT!

YOU HAVE ACCREDITED YOURSELF WELL, THIS NIGHT, COSTUMED ONE! THE FRIENDSHIP OF DR. STRANGE WILL BE YOURS, WHATEVER BEFALLS!
MUCH OBLIGED, DOC! AFTER WHAT I'VE SEEN, I SURE WOULDN'T WANT YOU FOR AN ENEMY!


MAY THE VISHANTI WATCH OVER THEE!
AND MAY YOUR AMULET NEVER TICKLE!
THE ONLY THING WRONG WITH THIS EVENING IS... WHEN I WAKE UP TOMORROW, I WON'T BELIEVE A WORD OF IT!
The End
SPECIAL EARTH-SHAKING NOTICE: DR. STRANGE APPEARED THROUGH THE COURTESY OF THE PUBLISHERS OF STRANGE TALES! (NAMELY, US!)